

VISHVPRABHA VENTURES LIMITED

(Formerly known as Vishvprabha Trading Ltd)

Regd. Office : Ground Floor, Avighna Heights, Survey No. 45-4B, Behind Sarvoday Park, Nandivali Road, Dombivili East - 421201

CIN : L51900MH1985PLC034965

Website : www.vishvprabhaventures.com

Email: cosec@vishvprabhaventures.com

Date : 28th September, 2019

To,
The Department of Corporate Services,
Bombay Stock Exchange Limited
14th Floor, P.J. Towers,
Dalal Street, Mumbai - 400 001.

Ref: BSE Scrip Code: 512064

Sub: - Disclosure of Voting Results of the 35th Annual General Meeting of the Company held on 28th September, 2019, pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Dear Sir/ Madam,

At the 35th Annual General Meeting (AGM) of Vishvprabha Ventures Limited held on 28th September, 2019 all the items of business contained in the Notice of the AGM dated 13th August, 2019 were transacted and approved by the shareholders with requisite majority.

The details of the Combined Voting rights (i.e. Results of the E-Voting together with that of the poll conducted at the AGM) are enclosed in the format prescribed by the Board.

Further, the Report of the Scrutinizer on the Combined Voting Results is attached herewith for your records.

Thanking You,
For Vishvprabha Ventures Limited


Mitesh Thakkar
Managing Director
(DIN: 06480213)



DISCLOSURE OF VOTING RESULTS

DATE OF AGM: 28th September, 2019

Total No. of shareholders on record date: 128

(Book closure date being 21st September, 2019 to 28th September, 2019)

| PARTICULARS | PROMOTERS AND PROMOTERS GROUP | PUBLIC |
|--|--------------------------------------|---------------|
| No. of shareholders present in the Meeting either in Person or through Proxy | 5 | 12 |
| No. of Shareholders attended the Meeting through video conferencing | 0 | 0 |



Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| | |
|---|----------|
| Date of AGM | 28-09-19 |
| Total number of shareholders on record date | 128 |
| No. of shareholders present in the meeting either in person or through proxy: | 17 |
| Promoters and Promoter Group: | 5 |
| Public: | 12 |
| No. of Shareholders attended the meeting through Video Conferencing: | 0 |

| RESOLUTION - 1 | | | To receive, consider and adopt the Audited Balance Sheet as at March 31, 2019 and the Profit and Loss Account for the year ended on that date and Cash Flow Statement together with the Report of the Directors and the Auditors thereon | | | | | |
|--|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary/ Special) | | | Ordinary | | | | | |
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes - Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | 1 | 2 | (3)=[(2)/(1)]* 100 | 4 | 5 | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter group | E-voting | 140150 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 140150 | 70050 | 49.98 | 70050 | 0 | 100.000 | 0.000 |
| | Postal Ballot | 140150 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 140150 | 70050 | 49.98 | 70050 | 0 | 100.000 | 0.000 |
| Public Institutions | E-voting | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| Public Non-Institutions | E-voting | 104850 | 5 | 0.00 | 5 | 0 | 100.000 | 0.000 |
| | Poll | 104850 | 17 | 0.02 | 17 | 0 | 100.000 | 0.000 |
| | Postal Ballot | 104850 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 104850 | 22 | 0.02 | 22 | 0 | 100.000 | 0.000 |
| Total | | 245000 | 70072 | 28.60 | 70072 | 0 | 100 | 0.000 |

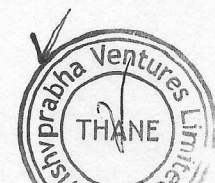


| RESOLUTION - 2 | | | To declare dividend for the financial year 2018-19 on Equity Shares. | | | | | |
|--|----------------|--------------------|--|--------------------|--------------|----------|-------------------|--------------------|
| Resolution required: (Ordinary/ Special) | | | Ordinary | | | | | |
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No of | % of | No. of | No. of | % of Votes in | % of Votes against |
| | | 1 | 2 | (3)=[(2)/(1)]* 100 | 4 | 5 | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter group | E-voting | 140150 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 140150 | 70050 | 49.98 | 70050 | 0 | 100.000 | 0.000 |
| | Postal Ballot | 140150 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 140150 | 70050 | 49.98 | 70050 | 0 | 100.000 | 0.000 |
| Public Institutions | E-voting | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| Public Non-Institutions | E-voting | 104850 | 5 | 0.00 | 5 | 0 | 100.000 | 0.000 |
| | Poll | 104850 | 17 | 0.02 | 17 | 0 | 100.000 | 0.000 |
| | Postal Ballot | 104850 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 104850 | 22 | 0.02 | 22 | 0 | 100.000 | 0.000 |
| Total | | 245000 | 70072 | 28.60 | 70072 | 0 | 100 | 0.000 |

| RESOLUTION - 3 | | | To appoint Mr. Akash Karne, who retires by rotation and being eligible, offers himself for re-appointment as a Director. | | | | | |
|--|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary/ Special) | | | Ordinary | | | | | |
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes - Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | 1 | 2 | (3)=[(2)/(1)]* 100 | 4 | 5 | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter group | E-voting | 140150 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 140150 | 70050 | 49.98 | 70050 | 0 | 100.000 | 0.000 |
| | Postal Ballot | 140150 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 140150 | 70050 | 49.98 | 70050 | 0 | 100.000 | 0.000 |
| Public Institutions | E-voting | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| Public Non-Institutions | E-voting | 104850 | 5 | 0.00 | 5 | 0 | 100.000 | 0.000 |
| | Poll | 104850 | 17 | 0.02 | 17 | 0 | 100.000 | 0.000 |
| | Postal Ballot | 104850 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 104850 | 22 | 0.02 | 22 | 0 | 100.000 | 0.000 |
| Total | | 245000 | 70072 | 28.60 | 70072 | 0 | 100 | 0.000 |

Note:

Mr. Mitesh Thakkar has 3 Folio nos. and Mr. Pramod Ranka has 2 Folio nos. so we have specified 5 shareholders in the tab "Promoter and Promoter group" but there are only 2 Promoters in the Company.





SCRUTINIZER'S REPORT

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman
Vishvprabha Ventures Limited
Ground Floor, Avighna Heights,
Survey No 45-4B,
Behind Sarvoday Park,
Nandivali Road,
Dombivili (East),
Thane- 421201

Dear Sir,

Sub: Consolidated Scrutinizer's report on remote e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 and physical voting through ballot papers at 35th Annual General Meeting of Vishvprabha Ventures Limited ('The Company') held on Saturday, September 28, 2019 at Ground Floor, Avighna Heights, Behind Sarvoday Park, Nandivali Road, Dombivili (East), Thane-421201 at 2.00 p.m.

1. I, Krupa Joisar, of M/s. Krupa Joisar & Associates, Practicing Company Secretary (Membership No: A41023, COP No: 15263) have been appointed as a Scrutinizer of Vishvprabha Ventures Limited. ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014 (as amended) and to scrutinize the physical ballot forms received by the shareholders who did not opt for e-voting in respect of the resolutions as set out in the Notice convening the 35th Annual General Meeting of the Company.
2. The Management of the Company is responsible to ensure the compliance with the requirements of Section 108 of the Companies Act, 2013 related to e-voting on the resolution(s) contained in the Notice of Annual General Meeting dated 13th August, 2019. My responsibility as a Scrutinizer for the e-voting process is only restricted to make a Scrutinizer's Report of the votes casted in "favour" or "against" the resolutions as stated below, based on the Report generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the Authorised Agency engaged by the Company to provide e-voting facilities.



3. I submit my report as under:

- a. The e-voting period remained open from 25th September, 2019 (9.00 a.m. IST) to 27th September, 2019 (5.00 p.m. IST).
 - b. The shareholders holding shares as on 21st September, 2019 were entitled to vote on the proposed resolutions (Item no 1 to 3) as set out in the Notice of the Annual General Meeting of the Company.
 - c. The members have casted their vote through remote e-voting facility provided by the Central Depository Services (India) Limited ("CDSL") as the Authorized Agency to provide e-voting facilities.
 - d. I have monitored the process of remote electronic voting through the scrutinizer's secured link provided by the CDSL on the designated website.
 - e. The facility for voting through ballot paper was made available at the AGM venue for the members attending the Meeting and who did not cast their vote through remote e-voting. The ballot box kept at the AGM venue for this purpose was locked in my presence.
 - f. After the conclusion of voting at the AGM venue, the locked ballot box was opened and the ballot papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company. The ballot papers which were incomplete and/or which were duplicate and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The votes cast through remote e-voting were unblocked in the presence of two witnesses neither of whom are in the employment of the Company.
 5. The consolidated results of remote e-voting and voting through ballot papers at the AGM are enclosed as an annexure to this report.
 6. Based on the aforesaid results, we report that Ordinary Resolutions as set out in Item Nos. 1, 2 and 3 of the Notice of the AGM dated 13th August, 2019 have been passed with requisite majority.



Thanking You

For Krupa Joisar & Associates

Krupa J. Joisar



**Krupa Joisar
Scrutinizer**

ACS No: 41023

CP NO: 15263

Place: Mumbai

Date: September 28, 2019

Enclosed: Annexure

We the undersigned have witnessed that the votes cast through remote e-voting were unblocked from CDSL's e-voting website helpdesk.evoting@cdslindia.com in our presence on Saturday, September 28, 2019.

Sarita Pawar

Name: Sarita Pawar

Address: 150/4115, Parivartan CHS

Vallabh Baug Lane,

Ghatkopar (East),

Mumbai- 400075

Amish Gangar

Name: Amish Gangar

Address: 1101, Vikas Paradise 3B,

Bhakti Marg, Mulund (West),

Mumbai - 400080.

Countersigned by

[Signature]

Chairman/Director authorized by the Board
Vishvprabha Ventures Limited

(a) Resolution No.1:

| | |
|----------------------------------|--|
| Resolution Required : (Ordinary) | To receive, consider and adopt the Audited Balance Sheet as at March 31, 2019 and the Profit and Loss Account for the year ended on that date and Cash Flow Statement together with the Report of the Directors and the Auditors thereon |
|----------------------------------|--|

| Particulars | Remote e-voting | | Voting through ballot papers | | Consolidated voting results | | % of votes to total number of valid votes cast |
|-------------------------------|--------------------------|------------------------------------|------------------------------|------------------------------------|--------------------------------|--|--|
| | No. of members who voted | No. of shares for which votes cast | No. of members who voted | No. of shares for which votes cast | Total No. of members who voted | Total No. of shares for which votes cast | |
| Voted in favour of resolution | 3 | 5 | 8 | 70,067 | 11 | 70,072 | 100% |
| Votes against the resolution | - | - | - | - | - | - | - |
| Invalid | - | - | 1 | 1 | 1 | 1 | - |

The above resolution has been passed with requisite majority.

Note:

- 1 ballot paper was considered as invalid due to mismatch of signature
- 8 members who were present at the AGM abstained themselves from voting.



(b)Resolution No.2:

| | |
|---|---|
| Resolution Required : (Ordinary) | To declare dividend for the financial year 2018-19 on Equity Shares. |
|---|---|

| Particulars | Remote e-voting | | Voting through ballot papers | | Consolidated voting results | | |
|-------------------------------|--------------------------|------------------------------------|------------------------------|------------------------------------|--------------------------------|--|--|
| | No. of members who voted | No. of shares for which votes cast | No. of members who voted | No. of shares for which votes cast | Total No. of members who voted | Total No. of shares for which votes cast | % of votes to total number of valid votes cast |
| Voted in favour of resolution | 3 | 5 | 8 | 70,067 | 11 | 70,072 | 100% |
| Votes against the resolution | - | - | - | - | - | - | - |
| Invalid | - | - | 1 | 1 | 1 | 1 | - |

The above resolution has been passed with requisite majority.

Note:

- 1 ballot paper was considered as invalid due to mismatch of signature
- 8 members who were present at the AGM abstained themselves from voting.



(c) Resolution No.3 :

| | |
|----------------------------------|--|
| Resolution Required : (Ordinary) | To appoint Mr. Akash Karne, who retires by rotation and being eligible, offers himself for re-appointment as a Director. |
|----------------------------------|--|

| Particulars | Remote e-voting | | Voting through ballot papers | | Consolidated voting results | | % of votes to total number of valid votes cast |
|-------------------------------|--------------------------|------------------------------------|------------------------------|------------------------------------|--------------------------------|--|--|
| | No. of members who voted | No. of shares for which votes cast | No. of members who voted | No. of shares for which votes cast | Total No. of members who voted | Total No. of shares for which votes cast | |
| Voted in favour of resolution | 3 | 5 | 8 | 70,067 | 11 | 70,072 | 100% |
| Votes against the resolution | - | - | - | - | - | - | - |
| Invalid | - | - | 1 | 1 | 1 | 1 | - |

The above resolution has been passed with requisite majority.

Note:

- 1 ballot paper was considered as invalid due to mismatch of signature
- 8 members who were present at the AGM abstained themselves from voting.

